

Whistleblowing policy

1 General information about Batopin

Batopin (Belgian ATM Optimisation Initiative) is a payment institution accredited and supervised by the National Bank of Belgium (NBB)¹. Batopin was started by Belfius, BNP Paribas Fortis, ING, CBC and KBC (hereinafter: “**the member banks**”).

Batopin is a public limited liability company (“*naamloze vennootschap*”) organised and existing under the laws of Belgium, having its registered office at Boulevard Saint-Lazare 10, B-1210 Saint-Josse-ten-Noode, registered with the Crossroads Bank for Enterprises under number 0744.908.035 (hereinafter “**Batopin**”).

Version number	Date	Description
1.0	15/04/2023	First publication

2 Overview

2.1 Purpose

The purpose of the policy is to provide a framework for whistleblowers to voice their concerns to a dedicated and impartial person about any suspicious events or activities which are against the law or internal rules of Batopin. The policy is based on the European legislation 2019/1937 EUD on protection of persons who report breaches of the union law, which has been transposed into Belgian legislation through the law of November 28th 2022, and the whistleblowing principles laid down in the AML and PSDII rules.

2.2 Definitions

Breaches: means act or omissions in a work-related context that are unlawful and violates duties imposed by law, regulations, internal policies, procedures and rules of Batopin and defeats their objects and purpose.

Whistleblowing: is reporting (internal or external) to a dedicated person by any person to expose or inform on a breach.

Reporting person (whistleblower): means a natural person who reports or publicly discloses information on breaches acquired in a work-related context.

Work- related context: means current or past work activities within Batopin through which, irrespective of the nature of those activities, persons acquire information on breaches and within which those persons could suffer retaliation if they reported such information.

Person concerned: means a natural or legal person who is referred to in the report or public disclosure as a person to whom the breach is attributed or with whom that person is associated.

Retaliation: means any direct or indirect act or omission which occurs in a work-related context, is prompted by internal or external reporting or by public disclosure, and which causes or may cause unjustified detriment to the reporting person.

¹ Boulevard de Berlaimont 14, B-1000 Brussels (tel: +32 2 221. 21.11- www.nbb.be)

2.3 Scope

The policy applies to whistleblowers who acquired information on breaches in a work-related context. This applies to at least the following:

- Persons having the status of employees of Batopin;
- Persons having a self-employed status and a contract to offer services to Batopin;
- Shareholders and persons belonging to the administrative management or supervisory body including non-executive members;
- As well as volunteers;
- Paid or unpaid trainees;
- Any persons working under the supervision and direction of contractors, subcontractors and suppliers;

The policy applies also to reporting persons where they report or publicly disclose information on breaches acquired in a work-based relationship which has since ended or persons whose work-based relationship is yet to begin in cases where information on breaches has been acquired during the recruitment process or other pre-contractual negotiations.

The measures for the protections of reporting persons shall also apply, where relevant, to:

- Third persons who are connected with the reporting persons and who could suffer retaliation in a work-related context, such as colleagues or relatives of the reporting persons; and
- Legal entities that the reporting persons own, work for or are otherwise connected with in a work-related context.

The Belgian whistleblowing law recognizes the reports of breaches in the following domains of EU law:

- Breaches relating to public procurement
- Breaches relating to financial services
- Products and markets (which includes the prevention of money laundering and terrorist financing)
- Breaches affecting product safety and compliance
- Breaches affecting the safety and security of all means of transport
- Breaches affecting the protection of the environment
- Breaches affecting nuclear safety or protection against harmful radiation
- Breaches affecting food and feed safety and animal health and welfare
- Breaches affecting public health
- Breaches affecting consumer protection
- Breaches affecting the protection of privacy and personal data, and security of network and information systems
- Breaches relating to the fight against tax fraud
- Breaches relating to the fight against social security fraud

Batopin does not exclude breaches regarding unethical conduct and acts or omissions that violates internal policies of Batopin.

2.4 Related documents

This document is supported by the following from which terms and definitions given applies:

Document type	Title
Corporate policy	AML policy

2.5 Roles and responsibilities

Employees are encouraged to be vigilant and to challenge questionable behaviour. They are encouraged to report these concerns via the existing channels. In case an employee does not feel comfortable to report a concern via the existing channel, they can do this via the channels provided in the whistleblowing policy.

Senior management is responsible for the implementation and execution of this policy.

The Compliance Officer is responsible to create awareness and to ensure compliance with the policy.

3 Protection of the whistleblowers

Reporting persons will qualify for the protection set out in this policy provided that:

- They had reasonable grounds to believe that the information on breaches reported was true at the time of reporting and that such information fell within the scope of this policy;
- They reported either internally or externally in accordance with this policy.

Persons who reported or publicly disclosed information on breaches anonymously, but who are subsequently identified and suffer retaliation, shall nonetheless qualify for the protection in this policy if they meet the conditions. Anonymous reporting is not preferred nor encouraged.

3.1 Protection of whistleblowers

Batopin takes the necessary measures to prohibit any form of retaliation against whistleblowers including threats of retaliation and attempts of retaliation including but not limited in the form of:

- Suspension, lay-off, dismissal or equivalent measures;
- Demotion, or withholding of promotion;
- Transfer of duties, change of location of place of work, reduction in salary or change in working hours;
- Withholding of trainings;
- A negative performance assessment or employment reference;
- Imposition or administering of any disciplinary measure, reprimand or other penalty, including a financial penalty;
- Coercion, intimidation, harassment or ostracism (social exclusion, excommunication..);
- Discrimination, disadvantageous or unfair treatment;
- Failure to renew or convert a temporary employment contract into a permanent one;
- Harm, including to the person's reputation, particularly in social media or financial loss, and loss of income;
- Blacklisting on the basis of a sector or industry-wide informal or formal agreement, which may entail that the person will not in the future find employment in the sector or industry;
- Early termination or cancellation of a contract for goods or services;
- Cancellation of the license or permit.

Batopin ensures that whistleblowers have access as appropriate to support measures, in particular to:

comprehensive and independent information and advice, which is easily accessible and free of charge, on procedures available and on protection against retaliations.

Moreover, whistleblowers should not be considered to have breached any restrictions on disclosure of information and shall not incur liability of any kind provided they had reasonable grounds to believe that the reporting or public disclosure of such information was necessary for revealing a breach.

Batopin also provides effective, proportionate, and dissuasive penalties to natural or legal persons that:

- Hinder, or attempt to hinder reporting;
- Retaliate against whistleblowers;
- Brings vexatious proceedings against whistleblowers;

- Breach the duty of maintaining the confidentiality of the identity of reporting persons.

Batopin will however take measures in respect of whistleblowers who knowingly reported false information and will provide for compensating damage resulting from such reporting.

3.2 Confidentiality, personal data and record keeping

Batopin ensures that the identity of the reporting person is not disclosed to anyone beyond the authorised staff members to receive or follow up on the reports, without the explicit consent of the reporting person. This also applies to any other information from which the identity of the reporting person may be directly or indirectly deduced. The identity of the person reporting can only be disclosed where this is a necessary and proportionate obligation imposed by law in the context of investigations by national authorities including with a view to safeguarding the rights of defence of the persons concerned.

Any processing of personal data (including exchange or transmission of personal data) will be carried out in accordance with GDPR regulation 2016/679 and other applicable EU or national legislation and internal rules. Personal data which are manifestly not relevant for the handling of a specific report shall not be collected or, if accidentally collected, shall be deleted without undue delay.

Batopin keeps records of every report received in compliance with the confidentiality requirements. Reports will be stored for no longer than it is necessary and proportionate, to comply with the requirements of this policy.

Where a recorded telephone line is used for reporting with consent of the reporting person, Batopin has the right to document the oral reporting in the following way:

- By making a recording of the conversation in a durable and retrievable form; or
- Through a complete and accurate transcript of the conversation prepared by the competent staff members for handling the report.

In case of an unrecorded telephone line is used for reporting, Batopin will document the oral reporting in the form of accurate minutes of the conversation written by the responsible staff members for handling the report.

Where a person reporting requests a meeting with the competent staff members for reporting purposes, Batopin ensures with consent of the whistleblower to have complete and accurate records of the meeting are kept and have the right to document the meeting:

- By making a recording of the conversation in a durable and retrievable form; or
- through accurate meeting minutes prepared by the staff members responsible for handling the report.

Batopin provides the reporting person the opportunity to check, rectify and agree the transcript of the call or meeting by signing it.

3.3 Protection of persons concerned

Batopin ensures that the persons concerned fully enjoys the right to an effective remedy and to a fair trial, as well as the presumption of innocence and the rights of defence. This does not mean that they are entitled to make copies of the documents related to the investigation.

Moreover, the identity of persons concerned is protected for as long the investigation triggered by the report is ongoing. The protection of the identity of the whistleblowers also applies to the protection of the identity of the persons concerned.

4 Reporting channels

Information on breaches can be reported internally or externally.

It is encouraged to report through internal channels before reporting through external channels. Where the breach can be addressed effectively internally and where the reporting person considers that there is no risk of retaliation.

A dedicated mailbox has been established whistleblowing@batopin.be.

4.1 Procedure

All reports sent to this inbox are operated in a secure manner that ensures the confidentiality of the reporting person and any third party mentioned in the report and prevents access by non-authorized staff members. Reports can also be done by telephone and upon request of the reporting person, by means of a physical meeting within a reasonable timeframe.

Due to its independency, Compliance will serve as a central point where all whistleblowing reports and cases will be received.

Only the Compliance Officer has access to this inbox, which is the designated person to receive and investigate the reports.

Compliance will try to acknowledge the receipt of the report to the reporting person within 7 days of that receipt.

A diligent follow-up will be done by the Compliance Officer.

Feedback will be provided in a reasonable timeframe (not exceeding three months from the acknowledgement of receipt. If the acknowledgement of receipt has not been sent to the reporting person, the timeframe is three months after the expiry of 7 days of the notification. Information regarding the procedure for external reporting to competent authorities should be made easily available.

In case of specific breaches (AML) the investigation will also be carried out by Compliance. In case of a breach where Compliance is not competent this will be sent to the competent staff member, this will be mainly in case of fraud cases. The explicit permission from the reporting person will be asked before the investigation will be carried out by the competent staff.

4.2 External reporting

External reporting can be done to the competent authorities, which is the National Bank of Belgium (NBB) regarding breaches on the provisions of Belgian law and European regulation concerning the status and supervision of financial institutions and the prevention of the use of the financial system for the purpose of money laundering or terrorist financing.

More information on how to report a breach to the NBB can be found here: [Report a breach | nbb.be](https://www.nbb.be/en/whistleblowing) and the breach report form [Breach report form | nbb.be](https://www.nbb.be/en/whistleblowing).

Federal ombudsmen are also designed to treat reports of whistleblowers. More information on how to report a breach can be found here: [Meldingsformulier | Federaalombudsman.be](https://www.federaalombudsman.be)

4.3 Public disclosure

A public disclosure is only allowed if:

- No appropriate action was taken via the internal or external reporting;
- The person has reasonable grounds to believe that the breach may pose an imminent or real threat to the public interest; or
- In the case of external reporting, there is a risk of retaliation, or the breach is unlikely to be remedied effectively, due to the particular circumstances of the case.

5 Reporting

The result of the reporting will be done in accordance with the standard reporting. The statistics on whistleblowing cases should be submitted to the relevant authorities (National Bank of Belgium).

Compliance should also provide a status in its annual compliance report on the implementation of the policy to Audit and Risk committee.